

05-27-1999



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

MLD 5-14-99

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK

REEL: 001903 FRAME: 0056

RECEIVED
MAY 15 AM 11:02
ADDITIONAL OFFICE

05/26/1999
01 FC:481
02 FC:482
110000201 192830 230410

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2184549"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2213272"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

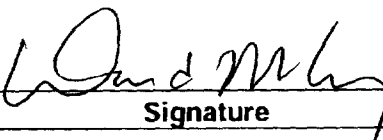
#

Authorization to charge additional fees: Yes No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

David L. McEvoy
Name of Person Signing


Signature

5-13-99
Date Signed

ASSIGNMENT OF TRADEMARKS

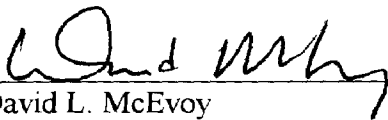
WHEREAS MICROSYSTEMS SOFTWARE, INC. ("Assignor"), a Massachusetts corporation whose address is 600 Worcester Road, Framingham, Massachusetts 01702-5342, has adopted and is using the trademarks shown in the Schedule of Trademarks attached hereto in its business;

AND WHEREAS LEARNING COMPANY PROPERTIES INC. ("Assignee"), a Delaware corporation with offices at One Athenaeum Street, Cambridge, Massachusetts 02142, has acquired from Assignor certain assets and property used in Assignor's business and is desirous of acquiring the trademarks shown in the Schedule of Trademarks hereto and any other trademarks, service marks, trade names, and trade dress used in such business (collectively, the "Trademarks"), the registrations and applications for registration of the Trademarks shown in the Schedule of Trademarks and any other registrations and applications for registration of the Trademarks, and the goodwill of the business symbolized by the Trademarks.

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, Assignor hereby assigns to Assignee all right, title and interest in and to the Trademarks, together with the registrations of the Trademarks shown in the Schedule of Trademarks, any other registrations and applications for registration of the Trademarks and the goodwill of the business symbolized by the Trademarks.

MICROSYSTEMS SOFTWARE, INC.

Date: May 12, 1999

By: 
David L. McEvoy
Vice President

SCHEDULE A

Trademark	Registration No.	Registration Date
CHATGARD	2,184,549	8/25/98
CYBER PATROL PROXY	2,213,272	12/22/98